

ABSTRACT OF THE DISCLOSURE

Methods of consolidating independent owners of distribution warehouses into a Real Estate Investment Trust (REIT) for purposes of achieving economics of scale, for obtaining favorable mortgage financing and for creating a vehicle to enable periodic refinancing and investment of proceeds from such refinancing in real estate opportunities. The REIT is formed and independent owners of distribution warehouses are assembled and selected to participate in the REIT. The participant enters in a sale-leaseback agreement with the REIT and transfers title in their warehouses to the REIT. The REIT finances the purchase of the warehouses by securing a non-recourse loan with at least a seven-year term, serviced on at least a seven-year debt payment schedule. On a periodic basis, preferably every seven years, each warehouse is reappraised, new leases entered into between the REIT and each participant, and new mortgage loans issued for each warehouse. The REIT invests proceeds from the new mortgage loans in real estate opportunities to produce investment revenue. The REIT distributes 90% of net earnings from the investment revenue to the participants.